



Illinois Police Officers' Pension Investment Fund

Board of Trustees Meeting Minutes

Friday, January 24, 2025

A regular meeting of the Board of Trustees of the Illinois Police Officers' Pension Investment Fund was conducted at the Peoria Marriott Hotel, Pere Marquette, Marquette Salon B Ballroom, Peoria, IL. 61602. Members of the public were invited to participate remotely or in person.

Members of the Board of Trustees:

- Philip Suess, Municipal Trustee, Chairperson
- Paul Swanlund, Participant Trustee, Vice Chairperson
- Lee Catavu, Participant Trustee, Secretary
- Mark Poulos, Beneficiary Trustee
- Scott Bowers, Participant Trustee
- Brad Cole, Appointed Trustee
- Debra Nawrocki, Municipal Trustee
- Daniel Hopkins, Beneficiary Trustee
- Michael Inman, Municipal Trustee

Attendees:

IPOPIF Staff:

- Richard White, Executive Director
- Kent Custer, Chief Investment Officer
- Regina Tuczak, Chief Financial Officer/Assistant Executive Director
- Greg Turk, Deputy Chief Investment Officer
- Barbara Meyer, Investment Officer
- Steve Yoon, Investment Officer (Zoom)

- Amy Zick, Senior Accountant
- Matt Roedell, Senior Accountant/ Auditor
- Kate Cobb, Administrative Analyst
- Samantha Lambert, Administrative Analyst
- Joe Miller, Information Technologist

Others Present:

- Rick Reimer, General Legal Counsel, Reimer, Dobrovolny & Labardi PC
- Taylor Muzzy, Fiduciary Legal Counsel, Jacobs Bums Orlove & Hernandez, LLP
- Tim McEnergy, Verus
- Samantha Grant, Verus (Zoom)
- Scott Whalen, Verus
- Kim Shepherd, Shepherd Communications (Zoom)
- Sean Crawford, Albourne
- Jennifer Yeung, Albourne
- Arabella Wuchek, Albourne
- Pete Keliuotis, Callan
- Brianne Weymouth, Callan
- Faraz Shooshani, Verus
- Chris Shelby, Verus
- Marc Friedberg, Wilshire
- Shawn Quinn, Wilshire
- John Patterson, Wilshire
- Madeline Osadjan, Wilshire
- Members of the Public (Zoom)

Agenda

All members of the Board of Trustees, staff, legal counsel, and the public were provided with a copy of the agenda. The agenda was also posted on the IPOPIF website, IPOPIF office door, and on the door of the meeting room.

Call to Order

The meeting was called to order by Chairperson Suess at 9:04 A.M.

Roll Call

2.1- Roll Call: Discussion and Potential Action:

A roll call was conducted. Eight (8) Trustees were present in the meeting room. One (1) Trustee joined via Zoom. A quorum was established with the required number of six (6) Trustees present in the meeting room.

Board of Trustees:

Present:

- Philip Suess, Chairperson
- Paul Swanlund, Vice Chairperson
- Lee Catavu, Secretary
- Scott Bowers
- Debra Nawrocki
- Brad Cole
- Michael Inman
- Mark Poulos

Zoom:

- Daniel Hopkins (Zoom)

All individuals present are reflected in the list of attendees.

Board of Trustees

3.1- Board of Trustees- Oath of Office and Seating of Trustees: Discussion and Potential Action:

Five Trustees received the Oath of Office which was administered by General Legal Counsel Rick Reimer. The term of office for the elected Trustees is January 2025 through December 2028 and the Appointed Trustee is January 2025 through December 2026.

i. MUNICIPAL MEMBER TRUSTEE

- Michael J. Inman, Mayor of the City of Macomb
- Debra Nawrocki, Chief Financial Officer, City of Elgin

ii. BENEFICIARY MEMBER TRUSTEE

- Mark Poulos, Retired Lieutenant, City of Rock Island

iii. ACTIVE MEMBER TRUSTEE

- Scott Bowers, Police Officer, City of Peoria

iv. APPOINTED MEMBER TRUSTEE

- Brad Cole, Chief Executive Officer, Illinois Municipal League

2.1- Roll Call: Discussion and Potential Action:

2.1.1: Remote Participation:

A motion was made by Trustee Swanlund and seconded by Trustee Bowers to allow Trustee Hopkins to participate in the January 24, 2025, meeting of the Board of Trustees by audio and video conference pursuant to Section 7 of the Open Meetings Act due to "fund business" purposes.

Motion carried by roll call vote.

Ayes- Trustees Suess, Swanlund, Catavu, Poulos, Bowers, Inman, Nawrocki and Cole

Nayes- None

Absent- Trustee Hopkins

Trustee Hopkins joined the meeting via Zoom at 9:08 A.M.

Investments

4.1- Investment Update Report: Discussion and Potential Action:

Chief Investment Officer (CIO) Custer provided an investment update including performance, funding & rebalancing, asset allocation, and cash flow.

CIO Custer answered all questions.

4.2- Investment Policy Statement: Discussion and Potential Action:

CIO Custer briefed the Board of Trustees on the Investment Policy Statement. The Investment Policy Statement (IPS) requires the Board to review and adopt the IPS during the first calendar quarter of each year and as otherwise required. Investment Staff, Consultant, and Fiduciary Counsel have reviewed the IPS and have identified potential revisions for consideration. An annotated draft was provided to the Board of Trustees and requests feedback and guidance from the Board that can be brought back to the March Board meeting.

The Board provided some guidance and suggestions to CIO Custer regarding the Investment Policy and directed staff to bring it back to the Board for approval in March.

CIO Custer answered all questions.

Scott Whelan, Tim McEnergy, Faraz Shooshani, and Chris Shelby, Verus, left the meeting.

4.3- Private Markets Consultant Interviews and Manager Selection: Discussion and Potential Action:

CIO Custer and Deputy Chief Investment Officer (DCIO) Turk briefed the Board of Trustees regarding the Private Markets asset class, the investment consultant search process, and the agenda for the Board interview.

At 9:43 A.M. Scott Whelan, Chris Shelby, Faraz Shooshani and Tim McEnergy, from Verus presented to the Board of Trustees. Upon conclusion, they answered all questions.

At 10:34 A.M. Pete Keliuotis, and Brianne Weymouth, from Callan presented to the Board of Trustees. Upon conclusion, they answered all questions.

At 11:16 A.M. Sean Crawford, Jennifer Yeung, and Arabella Wuchek from Albourne presented to the Board of Trustees. Upon conclusion, they answered all questions.

At 12:01 A.M. Marc Friedberg, Shawn Quinn, John Patterson, and Madeline Osadjan from Wilshire presented to the Board of Trustees. Upon conclusion, they answered all questions.

The Board of Trustees discussed the finalist presentations and asked questions of staff regarding the presentations, the services, and the fees. All questions were answered by CIO Custer and Deputy CIO Turk. The Board directed staff to provide price clarification to inform a final decision at the March Board meeting.

5.0- Lunch Break

A motion was made by Trustee Inman and seconded by Trustee Poulos to recess for lunch.

Motion carried by roll call vote.

Ayes- Trustees Suess, Swanlund, Catavu, Poulos, Bowers, Hopkins, Inman, Nawrocki and Cole

Nayes- None

Absent- None

Lunch recess at 12:49 P.M.

A motion was made by Trustee Bowers and seconded by Trustee Inman to reconvene general session.

Motion carried by roll call vote.

Ayes- Trustees Suess, Swanlund, Catavu, Bowers, Hopkins, Inman, Nawrocki and Cole

Nayes- None

Absent- Trustee Poulos

General Session reconvened at 1:22 P.M.

4.3- Private Markets Consultant Interviews and Manager Selection: Discussion and Potential Action (Continued):

A motion was made by Trustee Hopkins to hire Verus as a private markets consultant. The motion did not receive a second. Trustee Hopkins withdrew his motion.

The Board directed staff to provide fee clarification for Albourne and Callan to inform a final decision at the March Board meeting.

Administration

6.1- Administration and Operations Update: Discussion and Potential Action:

Chairperson Suess directed that the agenda item be received without the need for further discussion.

Trustee Cole left the meeting at 1:58 P.M.

Finance

7.1- Monthly Financial Reports: Discussion and Potential Action:

Trustee Inman left the meeting at 1:59 P.M.

Chief Financial Officer Tuczak introduced Matt Roedell, Senior Accountant/Auditor to the Board of Trustees. Mr. Roedell started with the IPOPIF on January 1, 2025.

7.1.1 and 7.1.2- Monthly Financial Statement- October 2024 and November 2024:

Discussion and Potential Action:

CFO Tuczak discussed a few notes regarding the monthly financial statements for October and November. Cash flows for October and November were presented, noting strong positive cash flows in October, including over \$14M received in Tranche 14 transfers, and lower cash flow volume in November, with withdrawals exceeding contributions. The November financials include the first direct billed investment manager fees of the fiscal year. Accounting for these direct investment manager fees is included in the new presentation discussed during the budget process. The Board of Trustees expenses for October include receipt of a \$8,624 refund from the Election Services provider for services billed in the prior fiscal year which were not incurred due to the uncontested trustee elections.

The December monthly financials are not included in the agenda packet. Information needed to prepare the monthly financials is not yet available.

CFO Tuczak answered all questions.

A motion was made by Trustee Swanlund and seconded by Trustee Poulos to approve October and November 2024 monthly financial reports.

Motion carried by roll call vote.

Ayes- Trustees Suess, Swanlund, Catavu, Poulos, Bowers, Hopkins, and Nawrocki

Nayes- None

Absent- Trustees Cole and Inman

Trustee Inman re-enters the meeting at 2:01 P.M.

7.2- Warrants: Discussion and Potential Action:

7.2.1- Warrant #2025-07: Discussion and Potential Action:

CFO Tuczak presented Warrant #2025-07 to the Board of Trustees and recommended approval.

CFO Tuczak answered all questions.

A motion was made by Trustee Hopkins and seconded by Trustee Poulos to accept Warrant #2025-07.

Motion carried by roll call vote.

Ayes- Trustees Suess, Swanlund, Catavu, Poulos, Bowers, Hopkins, Inman, and Nawrocki

Nayes- None

Absent- Trustee Cole

7.3- Cash Management Policy: Discussion and Potential Action:

CFO Tuczak presented the Cash Management Policy (PP-2022-01) to the Board of Trustees with recommended changes.

With over two years of historical information regarding cash contributions and withdrawals from participant funds, and with the conclusion of the transfer of investment assets from participant funds, revisions to the Cash Management Policy are recommended by the Fund's Chief Investment Officer and Chief Financial Officer. The revisions are consistent with current staff procedures.

CFO Tuczak answered all questions.

A motion was made by Trustee Inman and seconded by Trustee Bowers to approve the recommended changes to the Cash Management Policy (PP-2022-01).

Motion carried by roll call vote.

Ayes- Trustees Suess, Swanlund, Catavu, Poulos, Bowers, Hopkins, Inman, and Nawrocki

Nayes- None

Absent- Trustee Cole

7.4- Finance and Accounting Update: Discussion and Potential Action:

CFO Tuczak provided a finance and accounting update to the Board of Trustees which included the starting of a new Senior Accountant/ Auditor, submission of the Annual Comprehensive Financial Report to the Illinois Department of Insurance (IDOI), submission

of all investment information to IDOI, and application to the Government Finance Officers Association (GFOA) for a certificate of achievement for excellence in financial reporting.

There are multiple current initiatives in progress including tranche 2 assignments and notifications for the Agreed Upon Procedures (AUP), cash management customer service to support beginning of the year volume increases, and the valuation and cost rule calculations. CFO Tuczak answered all questions.

Board of Trustees

8.1- Meeting Minutes- December 13, 2024: Discussion and Potential Action:

Executive Director White presented the Board of Trustees Meeting Minutes from December 13, 2024, to the Board of Trustees and recommended they be approved, as amended.

Executive Director White answered all questions.

A motion was made by Trustee Poulos and seconded by Trustee Swanlund to approve the Board of Trustees Meeting Minutes, as amended, from December 13, 2024.

Motion carried by roll call vote.

Ayes- Trustees Suess, Swanlund, Catavu, Poulos, Bowers, Hopkins, Inman, and Nawrocki

Nayes- None

Absent- Trustee Cole

Trustee Cole re-entered the meeting at 2:24 P.M.

8.2- Strategic Plan Update: Discussion and Potential Action:

Executive Director White briefed the Board of Trustees on an update to the strategic plan. With many objectives and goals on track for completion, new investment objectives have recently been added.

Executive Director White answered all questions.

8.3- Board of Trustees- Nomination and Election of Board Officers: Discussion and Potential Action:

The IPOPIF By Laws set forth that the Annual Meeting of the Board “shall be the first regular

meeting held in the calendar year, unless otherwise agreed upon by the Board.” The Board of Trustees has previously held the election for the Board Officers at this annual meeting, which per the By Laws Section 301 are the Chairperson, Vice Chairperson, and Secretary.

The Pension Code mandates that the Board of Trustees shall select a Chairperson of the Board of Trustees from “among the trustees” for a term of 2 years and that the Chairperson shall alternate between a trustee from the Municipal or Appointed trustees and the Participant or Beneficiary trustees.

8.3.1- Board of Trustees Chairperson- Nomination and Election: Discussion and Potential Action:

The Pension Code mandates that the Board of Trustees shall select a Chairperson of the Board of Trustees from “among the trustees” for a term of 2 years and the Chairperson shall alternate between a trustee from the Municipal or Appointed trustees and the Participant or Beneficiary trustees. Trustee Phil Suess (Municipal Trustee) was elected as Chairperson in February 2023 and will complete the term of office at this meeting. The Chairperson elected by the Board of Trustees at this meeting shall be either a Participant or Beneficiary Trustee and will serve through the January 2027 meeting.

A motion was made by Trustee Poulos and seconded by Trustee Bowers to elect Trustee Swanlund to serve as the Chairperson of the Board of Trustees for the two-year term of office effective January 24, 2025.

Motion carried by roll call vote.

Ayes- Trustees Suess, Swanlund, Catavu, Poulos, Bowers, Hopkins, Inman, Nawrocki and Cole

Nayes- None

Absent- None

8.3.2- Board of Trustees Vice Chairperson- Nomination and Election: Discussion and Potential Action:

The Fund By Laws require that Board of Trustees shall have officers of the Board that includes a Vice Chairperson who shall be elected at the annual meeting and serve a two-year term of office. The Vice Chairperson elected by the Board of Trustees will serve through the January 2027 meeting. All members of the Board of Trustees are eligible to serve as Vice Chairperson.

A motion was made by Trustee Poulos and seconded by Trustee Swanlund to elect Trustee Catavu to serve as the Vice Chairperson of the Board of Trustees for the two-year term of office effective January 24, 2025.

Motion carried by roll call vote.

Ayes- Trustees Suess, Swanlund, Catavu, Poulos, Bowers, Hopkins, Inman, Nawrocki and Cole

Nayes- None

Absent- None

8.3.3- Board of Trustees Secretary- Nomination and Election: Discussion and Potential Action:

The Fund By Laws require that Board of Trustees shall have officers of the Board that includes a Secretary who shall be elected at the annual meeting and serve a two-year term of office. The Secretary elected by the Board of Trustees will serve through the January 2027 meeting. All members of the Board of Trustees are eligible to serve as Secretary.

A motion was made by Trustee Catavu and seconded by Trustee Swanlund to elect Trustee Bowers to serve as the Secretary of the Board of Trustees for the two-year term of office effective January 24, 2025.

Motion carried by roll call vote.

Ayes- Trustees Suess, Swanlund, Catavu, Poulos, Bowers, Hopkins, Inman, Nawrocki and Cole

Nayes- None

Absent- None

8.4- Board of Trustees- Appointment of Committees: Discussion and Potential Action:

This item was deferred to the March Board of Trustees meeting.

General Legal Counsel

8.1- General Legal Counsel Report: Discussion and Potential Action:

Rick Reimer, General Legal Counsel, did not have a report to the Board of Trustees.

Fiduciary Legal Counsel

9.1- Fiduciary Legal Counsel Report: Discussion and Potential Action:

Taylor Muzzy, Fiduciary Legal Counsel, did not have a report to the Board of Trustees.

Public Comment

10.0- Public Comment:

An opportunity for public comment was provided at 2:32 P.M. No comments were heard, and no discussion was provided.:

Adjournment

12.0- Adjournment:

A motion was made by Trustee Inman and seconded by Trustee Bowers to adjourn the Board of Trustees Meeting.

Motion carried by roll call vote.

Ayes- Trustees Suess, Swanlund, Catavu, Poulos, Bowers, Hopkins, Inman, Nawrocki and Cole

Nayes- None

Absent- None

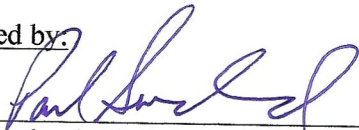
Meeting adjourned at 2:33 P.M.

Respectfully submitted by:



Kate Cobb, Administrative Analyst

Approved by:



Paul Swanlund, Chairperson, Board of Trustees



Scott Bowers, Secretary, Board of Trustees

Date Approved by the Board of Trustees: March 14, 2025